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*Counsel for Plaintiffs and [Proposed] Co-Lead Counsel*

[Additional Counsel on Signature Page]

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA**

DALTON DOUGLAS, derivatively on behalf  
of DOXIMITY, INC.,

Plaintiff,

v.

JEFFREY TANGNEY, ANNA BRYSON,  
REGINA BENJAMIN, M.D., TIMOTHY  
CABRAL, KEVIN SPAIN, KIRA  
WAMPLER, and PHOEBE YANG,

Defendants,

and

DOXIMITY, INC.,

Nominal Defendant.

Case No. 5:24-CV-02801-EKL

**STIPULATION AND [PROPOSED]  
ORDER LIFTING THE STAY IN THE  
FIRST ACTION, CONSOLIDATING  
THE RELATED DERIVATIVE  
ACTIONS, APPOINTING CO-LEAD  
COUNSEL FOR PLAINTIFFS, AND  
STAYING THE CONSOLIDATED  
DERIVATIVE ACTION**

The Hon. Eumi K Lee

STEPHEN BUSHANSKY, derivatively on  
behalf of Nominal Defendant DOXIMITY,  
INC.,

Plaintiff,

v.

JEFFREY TANGNEY, ANNA BRYSON,  
REGINA BENJAMIN, M.D., TIMOTHY  
CABRAL, KEVIN SPAIN, KIRA  
WAMPLER, and PHOEBE YANG,

Defendants,

and

DOXIMITY, INC.,

Nominal Defendant.

Case No. 3:24-cv-06459-MMC

Pursuant to Rule 42(a) of the Federal Rules of Civil Procedure (“Rule 42(a)”) and Civil Local Rule 7-12, Plaintiffs Dalton Douglas (“Douglas”) and Stephen Bushansky (“Bushansky”) and together with Douglas, “Plaintiffs”), Defendants Jeffrey Tangney, Anna Bryson, Regina Benjamin, M.D., Timothy Cabral, Kevin Spain, Kira Wampler, and Phoebe Yang (the “Individual Defendants”), and Nominal Defendant Doximity, Inc. (“Doximity” and together with the Individual Defendants, “Defendants”), by and through their undersigned counsel of record, submit the following stipulation and proposed order to (i) lift the stay in the first action for the limited purposes outlined herein, (ii) consolidate the related derivative actions, (iii) appoint Co-Lead Counsel for Plaintiffs in the consolidated derivative action, and (iv) finally, to stay the consolidated derivative action:

WHEREAS, on May 9, 2024, Plaintiff Douglas filed a stockholder derivative action in this Court on behalf of Doximity against the Individual Defendants alleging, *inter alia*, violations of Sections 14(a), 10(b), and 20(a) of the Securities Exchange Act of 1934 (the “Exchange Act”), breaches of fiduciary duty, unjust enrichment, abuse of control, gross mismanagement, waste of corporate assets, and for contribution against Defendants Tangney and Bryson under Sections

10(b) and 21D of the Exchange Act, captioned *Douglas v. Tangney, et al.*, Case No. 5:24-cv-02801-EKL (N.D. Cal.) (the “*Douglas Action*”);

WHEREAS, on September 13, 2024, Stephen Bushansky filed a stockholder derivative action in this District Court on behalf of Doximity against the Individual Defendants alleging, *inter alia*, violations of federal securities laws and breaches of fiduciary duty based upon the same facts and circumstances underlying the *Douglas Action*, captioned *Bushansky v. Tangney, et al.*, Case No. 3:24-cv-06459-MMC (N.D. Cal.) (the “*Bushansky Action*” and together with the *Douglas Action*, the “Derivative Actions”);

WHEREAS, the Derivative Actions involve overlapping parties and factual allegations with a related federal securities class action first filed on April 17, 2024 in this Court, captioned *In re Doximity, Inc., Sec. Litig.*, Case No. 5:24-cv-02281-EKL (the “Securities Class Action”);

WHEREAS, in the Securities Class Action, which is pending before the Court, the Lead Plaintiff has been appointed, an amended complaint was filed on October 4, 2024, and Defendants are scheduled to file their motion to dismiss by December 3, 2024;

WHEREAS, counsel for Plaintiffs and Defendants (the “Parties”) have conferred regarding the Derivative Actions and appropriate case management thereof;

WHEREAS, Rule 42(a) provides that when actions involve “a common question of law or fact,” the Court may “(1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay”;

WHEREAS, the Court Related the *Douglas Action* with the Securities Class Action;

WHEREAS, the Court Stayed the *Douglas Action* on July 25, 2024 (the “Stay”) (*Douglas Action*, DKT No. 26-1);

WHEREAS, the Parties agree that the Derivative Actions should be consolidated for all purposes, including pre-trial proceedings and trial, into a single consolidated action (hereinafter referred to as the “Consolidated Derivative Action”), in order to avoid duplication of effort and potentially conflicting results, and to conserve party and judicial resources;

WHEREAS, the Parties agree that the Stay of the *Douglas* Action should be lifted for the limited purpose of facilitating the consolidation of the Derivative Actions;

WHEREAS, based upon the overlapping parties and factual allegations contained in the Derivative Actions and the Securities Class Action, and to avoid the unnecessary expenditure of judicial resources, the Parties have agreed, subject to this Court's approval, to reimpose the Stay in the *Douglas* Action in these proceedings in the Consolidated Derivative Action given the schedule for the defendants to file a motion to dismiss in the Securities Class Action; and

WHEREAS, Plaintiffs submit it would serve the interests of judicial economy and efficiency to appoint Co-Lead Counsel for the Consolidated Derivative Action;

WHEREAS, Doximity and Defendants take no position on the appointment of leadership for the Consolidated Derivative Action;

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the Parties, through their respective counsel of record, as follows:

1. The Stay in the *Douglas* Action is temporarily lifted for the limited purpose of the filing of, and ruling by the Court on this stipulation.

2. The Derivative Actions are hereby consolidated for all purposes, including pre-trial proceedings and trial, into the Consolidated Derivative Action.

3. Every pleading filed in the Consolidated Derivative Action, or in any separate action included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

IN RE DOXIMITY, INC. STOCKHOLDER DERIVATIVE LITIGATION	)	Lead Case No. 5:24-CV-02801-EKL
_____	)	
This Document Relates To:	)	(Consolidated with Case No. 3:24-CV-6459- MMC)
ALL ACTIONS.	)	
_____	)	

4. The files of the Consolidated Derivative Action shall be maintained in one file under Master File No. 5:24-CV-02801-EKL.

5. This Order shall apply to each purported derivative action arising out of the same or substantially the same transactions or events as the Consolidated Derivative Action that is subsequently filed in, removed to, or transferred to this Court.

6. When a case which properly belongs as part of *In re Doximity, Inc. Stockholder Derivative Litigation*, Lead Case No. 5:24-CV-02801-EKL, is hereafter filed in, removed to, or transferred to this Court, counsel for the Parties shall call such filing, removal, or transfer to the attention of the Clerk of the Court for purposes of moving the Court for an order consolidating such case(s) with *In re Doximity, Inc. Stockholder Derivative Litigation*, Lead Case No. 5:24-CV-02801-EKL.

ADDITIONALLY, IT IS HEREBY STIPULATED AND AGREED by Plaintiffs, through their respective counsel of record, as follows:

7. Co-Lead Counsel for plaintiffs for the conduct of the Consolidated Derivative Action shall be:

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8. Plaintiffs' Co-Lead Counsel shall have the sole authority to speak for Plaintiffs in all matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

9. Co-Lead Counsel shall be responsible for coordinating all activities and appearances on behalf of Plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings will be initiated or filed by any plaintiffs except through Co-Lead Counsel.

10. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel, or other duly authorized representative of Co-Lead Counsel, and such agreements shall be binding on all plaintiffs.

FINALLY, IT IS HEREBY STIPULATED AND AGREED by the Parties, through their respective counsel of record, as follows:

11. All proceedings in the Consolidated Derivative Action, including all deadlines, hearings, and conferences, will be stayed according to the terms of and during the pendency of the Stay in the *Douglas* Action (DKT No. 26-1).

12. The Parties reserve all rights.

**IT IS SO STIPULATED.**

Respectfully submitted

Dated: October 9, 2023

By: */s/ Robert C. Moest*  
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*Counsel for Plaintiff Dalton Douglas and  
[Proposed] Co-Lead Counsel for Plaintiffs*

Dated October 9, 2023

By: */s/Joel E. Elkins*  
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*Counsel for Plaintiff Stephen Bushansky and  
[Proposed] Co-Lead Counsel for Plaintiffs*

1 Dated: October 9, 2024

By: */s/ Stephen P. Blake*  
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*Counsel for Defendants Doximity, Inc., Jeffrey  
Tangney, Anna Bryson, Regina Benjamin,  
M.D., Timothy Cabral, Kevin Spain, Kira  
Wampler, and Phoebe Yang*

**ECF ATTESTATION**

Pursuant to Civil Local Rule 5-1(h)(3), I attest that the concurrence in the filing of this document has been obtained from all other signatories.

Dated: October 9, 2024

*/s/Joel E. Elkins*  
JOEL E. ELKINS

\* \* \*

**[PROPOSED] ORDER**

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: \_\_\_\_\_, 2024

Hon. Eumi K Lee  
United States District Judge